

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA

<hr/>		X
IN RE: RITE AID CORPORATION	:	MDL-1360
SECURITIES LITIGATION	:	Master File No. 99-CV-1349 (SD)
	:	
This Document Relates to:	:	CLASS ACTION
ALL ACTIONS	:	
<hr/>		X

**AFFIDAVIT OF KAREN SCHUHRIEMEN IN SUPPORT OF MOTION FOR
SECOND RE-DISTRIBUTION OF RESIDUE OF CLASS SETTLEMENT FUNDS**

STATE OF CALIFORNIA)
) SS
COUNTY OF MARIN)

KAREN SCHUHRIEMEN, being first duly sworn, deposes and says:

1. I am employed with the firm of Gilardi & Co. LLC ("Gilardi"). Plaintiffs' Counsel retained Gilardi to act as the Claims Administrator herein. I make this affidavit in support of making a second re-distribution of the residual funds still remaining the net Settlement Funds. I make this affidavit based upon my review of my firm's books and records.

2. Pursuant to this Court's November 25, 2003 Order Regarding Distribution of Settlement Funds, on or about January 30, 2004 Gilardi mailed out distributions totaling almost \$241,500,000 to some 89,212 Authorized Claimants. Thereafter Gilardi undertook reasonable steps to have the Authorized Claimants cash their distributions. In April of 2007, Gilardi made a re-distribution of some \$8,630,000 of funds then still remaining in the settlement funds from uncashed distributions, returned payments, interest and additional funds received. The re-distribution was made pursuant to the terms of the settlements' Plan of Allocation and pursuant to paragraph 7 of this Court's November 25, 2003, Order Regarding Distribution of Settlement Funds, which provided, among other things, that "after (a) a year from the initial distribution of

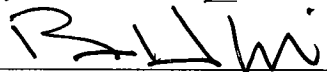
the Net Settlement Funds to eligible claimants, and (b) reasonable efforts have been made to see to it that eligible claimants have cashed their checks, plaintiffs' counsel are authorized to distribute any funds remaining in the Net Settlement funds by reason of returned or unpaid checks or otherwise to eligible claimants who did cash their checks, provided that such claimants would receive at least \$50.00 on such re-distribution, after payment of any unpaid costs or fees incurred in administering the Net Settlement Funds for such re-distribution."

3. Although it was anticipated that the re-distribution of funds would leave a small balance that would be distributed to charity, the amount still remaining is some \$907,700, which amount may economically be re-distributed again to the Class Members who submitted accepted claims ("Authorized Claimants") and who have cashed their prior distributions. If a second re-distribution was to be made then approximately 1,900 Authorized Claimant would receive a further distribution of at least \$50.

4. The fees and expenses that will be incurred for a second re-distribution would amount to approximately \$14,000 for Gilardi & Co. LLC, and an additional \$2,500 for the tax accountants for the Settlement Fund.


KAREN SCHUHRIEMEN

Sworn to before me this 30th
day of November __, 2007


Notary Public

